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DIVISION OF CORPORATION

LIMITED LIABILITY DISSOLUTION

LAZZINOROCK, LLC

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Certificate of Status	1
Certified Copy	0
Page Count	03
Estimated Charge	\$30.00

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ARTICLES OF DISSOLUTION
OF
LAZZINOROCK, LLC

The undersigned, as Sole Member of LAZZINOROCK, LLC, does hereby certify and affirm that the following are true and correct:

1. The name of Company: LAZZINOROCK, LLC.
2. Debts, Obligations and Liabilities: All debts, obligations and liabilities of LAZZINOROCK, LLC, have been paid or discharged, or, adequate provision for same has been satisfactorily made.
3. Property and Assets All property and assets of LAZZINOROCK, LLC, will be distributed to its sole Member, if any, in accordance with its rights and interest after such assets were used to satisfy the liabilities and obligations of LAZZINOROCK, LLC.
4. Pending Action: There are no actions pending against LAZZINOROCK, LLC, in any court.
5. Member Action: Attached hereto is an executed Special Action by Written Consent of Sole Member of LAZZINOROCK, LLC, to dissolve the Company. A total of 100 membership units out of 100 membership units voted for the dissolution, and the number cast for dissolution were sufficient for approval.
6. Effective Date: These Articles of Dissolution were approved on the 18 day of January, 2003.

The undersigned have executed these Articles of Dissolution on the 18 day of January, 2003.

SOLE MEMBER:


CURTIS T. LATZO

Prepared by:
Curtis T. Latzo
571 Normandy Road
Madera Beach, Florida 33708
727-639-8850

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CLERK OF DISTRICT COURT
JAN 21 2004

SPECIAL ACTION BY WRITTEN CONSENT OF
SOLE MEMBER
OF
LAZZINOROCK, LLC

The Sole Member of LAZZINOROCK, LLC, a limited liability company organized and existing under the laws of the State of Florida, does hereby agree, consent to, adopt and order the following corporate action:

1. The undersigned does hereby waive all formal requirements, including the necessity of holding a formal or informal meeting, and any requirements that notice of such meeting be given.

2. The Sole Member of the Company has approved a proposal to liquidate and dissolve the Company. After careful consideration, the following resolution was unanimously adopted by the Sole Member:

RESOLVED, that the following plan of complete liquidation of LAZZINOROCK, LLC, in accordance with the provisions of Section 331 of the Internal Revenue Code of 1986, as amended, be and is hereby adopted:

The Sole Member is authorized and directed to proceed promptly to wind up the Company's affairs, to collect and reduce to possession its assets and to pay or provide for its liabilities.

As soon as possible, counsel for the Company shall file Articles of Dissolution of the Company with the Secretary of the State of Florida, and the Sole Member of the Company is authorized to execute all documents necessary in connection with the dissolution.

The Company's assets shall be distributed to the Sole Member of the Company upon cancellation of the membership units owned by such Member.

The Sole Member shall wind up the affairs of the Company; pay or provide for its liabilities; establish a reserve in a reasonable amount to meet the known liabilities and liquidating expenses and estimated unascertained or contingent liabilities and continued expenses, if he deems such reserve desirable; distribute the sales proceeds and any other assets, subject to any remaining liabilities, to the Sole Member, and cancel his membership units; take all appropriate and necessary action to dissolve the Company under Florida law.

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If a reserve is established for claims against the Company, the Sole Member shall arrange for the distribution of any unused balance of the reserve to the Sole Member as soon as practicable.

The actions of the Sole Member of the Company from the last meeting until the date of this meeting are hereby ratified and confirmed as acts of the Company.

The undersigned does hereby give his written consent to the foregoing actions.

SOLE MEMBER:


CURTIS T. LATZO

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